

ASX: CVB

16 August 2024

Form 604 – Change of Interests of Substantial Holder – CVB in Itself

This announcement provides a Notice of change of interests of substantial holder, for the Company (CVB – CurveBeam AI Limited) in itself.

The Company's legal advisors at listing advised that the holding of shares in escrow (ASX mandatory escrow and voluntary escrow), and in a legacy share plan, constituted control that would trigger a technical requirement to report the Company as a substantial holder in itself.

The Company lodged a form 603 dated 29th August 2023 following listing on ASX to notify it had a technical "relevant interest" in its own shares pursuant to section 608(1)(c) of the *Corporations Act 2001* arising from restrictions on disposal contained in the voluntary escrow arrangements and mandatory ASX restriction deeds and notices entered into at the time of the Company's IPO.

The attached Form 604 reports the reduction in that relevant interest from the release of shares from escrow, as announced on 8th August and effective 15th August, and also reflects the dilution of the relevant interest by the newly issued shares quoted in the Appendix 2A released on the 13th August.

Yours faithfully,

Ura P Auckland
CFO & Company Secretary

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme CurveBeam AI Limited (CurveBeam)ACN/ARSN 140 706 618**1. Details of substantial holder (1)**Name CurveBeam AI LimitedACN/ARSN (if applicable) 140 706 618

There was a change in the interests of the substantial holder on

15/Aug/2024

The previous notice was given to the company on

04/Jul/2024

The previous notice was dated

04/Jul/2024**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	121,403,865	37.92	87,922,703	24.14

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14-Aug-24	CurveBeam AI	Dilution by issue of shares in Placement & Rights Issue of 44,119,954 ordinary shares	Nil	Ordinary Shares	-
15-Aug-24	CurveBeam AI	Release from ASX Escrow	Nil	Ordinary Shares	33,481,162

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
CVB	Various	Various	Arising under Sec 608(1)(c) of the Corps Act 2001, being a relevant interest arising as a result of having control over the exercise of the power to dispose of the shares held by the persons that have entered into voluntary escrow arrangements with CurveBeam (in the form of Annexure B hereto) and mandatory ASX restriction deeds (in the form of Annexure C hereto) and ASX restriction notices (in the form of Annexure D hereto), as disclosed in the replacement prospectus issued by CurveBeam on 28 Jul 2023	Ordinary Shares	85,456,703
CVB	Various	Various	Restrictions on disposal of securities issued pursuant to the Long-Term Incentive Plan as set out in the Prospectus, which gives CurveBeam a deemed relevant interest in its own shares under section 608(1)(c) of the Corporations Act 2001	Ordinary Shares	2,466,000

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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
CurveBeam AI Limited	Level 10, 10-16 Queen Street, Melbourne VIC 3000

Signature

print name **Gregory Wayne Brown** capacity **CEO / Director**

sign here



date **16/Aug/2024**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".

- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

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